

**GRAND**

**EAGLES**

**CONSTITUTION**



**GRAND MASTERS (55)**

**SILVER EAGLES (60) - GOLDEN EAGLES (65)**



GRAND MASTERS

-

SILVER EAGLES

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GOLDEN EAGLES

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**GRAND MASTERS                      -                      SILVER EAGLES                      -                      GOLDEN EAGLES**

## **SOUTH AFRICAN GRAND EAGLES BADMINTON ASSOCIATION**

### **CONSTITUTION**

1. **NAME**

The name of the Association shall be The South African Grand Eagles Badminton Association [hereafter referred to as The Association].

2. **AFFILIATION**

The Association shall be affiliated to Badminton South Africa [hereafter, BSA].

3. **HEAD QUARTERS**

The headquarters of The Association is deemed to be situated at the place where the Executive Committee referred to in Clause 7 hereof has been established from time to time.

4. **JURISTIC PERSONALITY**

- (1) The Association is a voluntary entity not established for gain, is capable of perpetual succession and has corporate status. Its legal personality is distinct and separate from that of the members of which it is composed from time to time. It is capable in its own name of purchasing and/or holding, mortgaging, letting or otherwise alienating its property, whether movable or immovable.
- (2) The liability of any member of the Association for its debts is limited to the amount of any outstanding affiliation fee, duty or levy owing by the member to the Association.
- (3) No person shall be personally responsible or liable for any *bona fide* act or omission done by or omitted to have been done by him/her on behalf of the Association or in the furtherance of the interests of the Association.

5. **OBJECTS**

The Association has as its objects to:

- (1) uphold and maintain an acceptable standard of the sport of badminton;
- (2) strengthen the bonds of fellowship between its members and the individual players who fall under the auspices of the said members;
- (3) adhere to the principles laid down by the Badminton World Federation [hereafter, BWF] and those stipulated by BSA;
- (4) maintain proper books and records relating to the affairs of The Association including details of all moneys received and expended by it; and administer its affairs through a committee that shall meet at least four times annually.

2.

6. MEMBERSHIP

Membership is open to any Provincial or Country District badminton association affiliated to BSA but does not extend to the individual players of the sport.

Such /players....

players must be affiliated to their respective Provinces or Country Districts and, through last- mentioned, to BSA.

7. ADMINISTRATION

The Association shall be managed by an executive committee comprising of three officials referred to in Clause 8 hereof, and at least one but not more than four other elected representatives.

8. EXECUTIVE COMMITTEE

The three officials referred to in Clause 7 above shall be the Chairman, Vice-chairman and Secretary/Treasurer of the Association. These three officials and the remaining member(s) of the Committee shall be elected from the ranks of the members of the Association.

9. ELECTION OF OFFICE BEARERS

- (1) The three officials and other member(s) of the Committee shall be elected at the Annual General Meeting [hereafter, the AGM] of the Association.
- (2) The President of BSA, or any person delegated by him, shall be an *ex officio* member of the Committee but he/she shall have no vote.
- (3) Any Provincial or Country District member of the Association may nominate representatives to the positions of Chairman, Vice-chairman, Secretary/Treasurer or remaining committee member(s).
- (4) Nominations may be made in writing or verbally and may be made before the AGM or from the floor at the AGM. If a nominee is not present at the AGM he may be elected only if his written acceptance of the nomination is tabled at the meeting.

10. PERIOD OF OFFICE

Officials and other members of the Committee shall hold office for a period commencing from the date of his/her election at an AGM and terminating on the date of the holding of the second AGM thereafter a member shall be eligible for re-election.

11. CO-OPTION OF COMMITTEE MEMBERS

The Committee, at its sole discretion, may co-opt any person and such person, for a period not exceeding two years, shall have a vote at any Committee Meeting and shall, for purposes of the constitution of a quorum, be deemed to have been elected as a full member of the Committee.

12. CESSATION OF MEMBERSHIP OF THE COMMITTEE

Membership of the Committee shall cease due to the member's:

- (1) death;
- (2) written resignation; or
- (3) expulsion as provided for further herein.

13. VACANCY ON THE COMMITTEE

A vacancy on the Committee is deemed to occur if a member:

- (1) dies, resigns or is expelled;
- (2) is suspended or granted leave of absence for a period exceeding six months; or
- (3) is absent without leave and without valid excuse for two consecutive meetings.

The Committee shall be the sole judge of whether or not an excuse is valid.

The Committee, within its discretion, may fill a vacancy but only from within the ranks of a Provincial or Country District member.

14. DEFINITIONS

a. **AGE GROUPS**

A **Grand Master** is any person who turns fifty five years of age.

A **Silver Eagle** is any person who turns sixty years of age.

A **Golden Eagle** is any person who turns sixty five years of age.

b. **BANK PLAYERS GRAND EAGLES**

are players from provinces/country districts who would like to play in one of the GE tournaments when their province/country districts are not sending a team, or have excess players? These names are to be submitted through their province/country districts management to the GE Secretary and will be allocated accordingly through the GE Executive.

c. **COMPOSITION OF TEAMS FOR GRAND EAGLES**

3 Banked players in a team will not be considered as an invitation team, **providing** the provincial team that has entered the tournament (as a provincial/country district team) that the team management is from the entering team and the players are as follows:

- |  |   |                    |
|--|---|--------------------|
| 3 team members plus 3 bank players (6 players)         | – | is not invitation  |
| All other extra/excess members that can make up a team | – | will be invitation |

15. FINANCIAL YEAR

The financial year of the Association shall run from the first day of September each year to the thirty first day of August of the year following?

16. SUBSCRIPTIONS AND FEES

- (1) Each Provincial and Country District member shall pay an annual membership subscription in an amount decided upon at an AGM.

- (2) A fee in an amount to be determined annually at an AGM, shall be payable by each Grand Master, Silver Eagle or Golden Eagle competing at any scheduled South African Grand Masters, Silver Eagles or Golden Eagles tournament.
- (3) An administration fee of ten per cent of the gross takings at any scheduled Grand Masters, Silver Eagles or Golden Eagles Tournament, **shall accrue to the Association.**
- (4) The Association may grant financial assistance to any of its members where such assistance is deemed necessary in order to further its objectives.
- (5) Should it become necessary, the Committee may approach BSA for financial assistance? In this respect it is recorded that the Association's preference is to be financially independent.

#### 17 FINANCIAL AFFAIRS

- (1) The duty of the Secretary/Treasurer shall be to issue receipts for all moneys received and to deposit the same to the credit of the Association in a financial account approved by the Committee.
- (2) The Secretary/Treasurer shall report to the Committee at least twice annually concerning the financial state of the Association.
- (3) No funds of the Association may be withdrawn from its account save upon the signature of at least two of any of its authorized signatories.
- (4) FINANCIAL YEAR
- (5) The financial year of the Association shall run from the first day of September each year to the thirty first day of August of the year following?

#### 18. ADMINISTRATIVE RECORDS

The Secretary/Treasurer shall keep a proper record of the proceedings at any AGM, Special General Meeting [hereafter, SGM] or Committee Meeting, and shall produce a written set of minutes of each such meeting:

- (1) for **approval**, in the case of an AGM or SGM at the first Committee Meeting held thereafter;
- (2) for **confirmation**, in the case of an AGM or SGM, at the first General Meeting held thereafter; and
- (3) for **confirmation**, in the case of a Committee Meeting at the next such meeting.

#### 19. POWERS OF THE COMMITTEE

The Committee is empowered in the name of the Association to:

- (1) enter into contracts to purchase, mortgage, hire, lease or otherwise alienate property whether movable or immovable;
- (2) institute or defend any action at law;
- (3) lend, invest, put out to interest, deposit, advance or otherwise deal with all moneys not immediately required for the day-to-day expenses of the Association upon such security and on such terms as it deems fit, and to realize such investment or to vary or otherwise deal with the same as the circumstances may dictate;
- (4) borrow moneys against the security of the Association's assets;
- (5) utilize funds for the purpose of promoting or furthering the objects of the Association; and
- (6) if necessary, engage and/or dismiss any employee(s) on such terms as are considered fair and reasonable.

20. COMMITTEE MEETINGS

- (1) A Committee Meeting shall be convened upon the directive of the Chairman or, in his absence, upon notice given by the Secretary/Treasurer. At least three weeks' notice shall be required for the holding of any such meeting.
- (2) The majority decision of the members at a properly constituted meeting, shall be the decision of the Committee.
- (3) At least seventy five percent of the Committee members are required to be present in order to constitute a quorum.

21. ANNUAL GENERAL MEETING

- (2) The AGM of the Association shall be held during the same week that the South African Grand Masters Championships and Inter-provincial Tournament takes place
- (3) The notice convening the AGM shall be posted/emailed to all members/provinces at least six weeks prior to the date thereof.
- (4) The Agenda for the AGM shall include the following:
  - Confirmation of the Notice of the meeting
  - Apologies and delegates' credentials
  - Quorum
  - Confirmation of the Minutes of the previous AGM
  - Confirmation of the Minutes of an SGM, if any
  - Matters arising from previous minutes
  - Chairman's report
  - Secretary/Treasurer's report and consideration of the balance sheet
  - Election of office bearers [three officials and four other members]
  - Members' reports
  - Determination of venues and dates for next five Grand Masters and Silver Eagles Championships and Inter-provincial Tournaments
  - Notices of Motion
  - Honorarium (Secretary/Treasurer)
  - General.

22. SPECIAL GENERAL MEETINGS

- (1) An SGM may be convened at the behest of either:
  - BSA;
  - the Executive Committee of the Association; or
  - at least forty per cent of the members of the Association.
- (2) Upon receipt by the Secretary/Treasurer of a valid notice calling for an SGM, he/she shall within four weeks thereof send out a notice convening the required meeting. Such notice shall, with clarity, set out the purpose of the meeting and shall be posted by him/her to all members at least twenty one days prior to the date of the meeting.
- (3) The Committee shall be responsible to decide on a venue for holding an SGM.
- (4) Only matters as requested for SGM shall be discussed.

23. NOTICES OF MOTION

All notices of motion must be in the hands of the Secretary/Treasurer at least six weeks prior to the date of an AGM. He/she shall transmit copies of such notices to members at least twenty one days prior to the date of the AGM.

24. QUORUM AT GENERAL MEETINGS

Representatives of at least fifty percent plus one of registered Association members are required to be present at an AGM or SGM in order to constitute a quorum. Should there be insufficient members present at any such meeting, the Chairman shall wait for at least thirty minutes beyond the scheduled time. If thereafter there is still no quorum, Members present to be declared a quorum.

25. VOTING AT MEETINGS

- (1) Each member has one vote at an AGM or SGM.
- (2) A member may, in writing, nominate a delegate representing another affiliated member, to represent it at an AGM or SGM. Such nominated member, if holding a written proxy, shall have one vote on behalf of his/her principal.
- (3) A proxy must be in the hands of the Chairman at least sixty minutes prior to the meeting.
- (4) Unless any member specifically requests a secret ballot, all voting shall take place by show of hands.
- (5) In the event of an equality of votes, the Chairman, in addition to his ordinary vote, shall have a casting vote.
- (6) The majority decision of the members at a properly constituted meeting, shall be the decision of the AGM or SGM.

26. DELIVERY OF NOTICES

A notice convening an AGM, SGM or Committee Meeting, may be sent to members by post. Any such notice shall be deemed to have been received by the addressee within five days of the posting thereof. The non-receipt by a member of any such notice, shall not constitute a ground for the invalidation of the meeting in question. Provided, however, that if more than twenty per cent of the members did not receive any posted notice, a fresh meeting shall be convened.

27. EXPULSION OF A MEMBER'S REPRESENTATIVE

A complaint against the offensive conduct of the representative of any member at an AGM, SGM or Committee Meeting, shall be considered by the Committee. Upon the majority vote of the Committee, such person may be prohibited from any further form of representation of the member concerned. Provided, however, that no such prohibition or expulsion shall take place without the member and the person concerned having been granted an opportunity, whether in writing or by personal appearance, to place the representative's defense, if any, before the Committee.

The decision of the AGM or SGM shall be final and no appeal lies against its finding. Any expulsion or prohibition order shall be conveyed to the member and the individual concerned in writing.

28. TAXATION AVOIDANCE

- (1) The Association shall not engage in or carry on any business activity including any normal trading operation of a commercial nature.
- (2) The acquisition by the Association of any donated or bequeathed property which is rent-producing, shall not be considered a business activity merely on account of the continuation thereof, but the Association itself shall not initiate or take active steps to acquire property for the express purpose of deriving a rental income there from.
- (3) The Association shall not acquire shares in any private or public company operating for gain.



29. RULES AND REGULATIONS

The Association may at an AGM or SGM make rules and regulations governing the holding of tournaments and championships for Grand Masters and Silver Eagles. Such rules and regulations, provided they are not contrary to those of BSA and IBF, shall be binding on all members. Provided, further, that such rules and regulations shall be reduced to writing and copies supplied by the Secretary/Treasurer to all members. Any amendments to the rules and regulations shall also be reduced to writing and posted to members.

It shall be the duty of members of the Association to acquaint individual players under their auspices with the content of any applicable rules and regulations.

30. AMENDMENTS TO THE CONSTITUTION

- (1) No amendments to this Constitution shall be made except at an AGM or SGM called for that purpose.
- (2) Notice of any proposed amendment(s) shall be given by a member so as to reach the Secretary/Treasurer not less than four weeks prior to the AGM or SGM in question. In addition, the member must simultaneously notify every other member of the Association of the proposed amendment(s).
- (3) No amendment to the Constitution shall become binding unless it is passed by at least two-thirds of the votes cast at the relevant meeting.

31. WINDING UP

The property and assets of the Association are irrevocably dedicated to the objects set out in clause 5 hereof. Should it become necessary to liquidate, dissolve or abandon the Association, none of its property or assets shall inure to the benefit of any member or individual but shall, after due satisfaction of its debts and liabilities, be transferred to BSA.

**2 APRIL 2013**

